

Hearing Date: November 24, 2008
Hearing Time: 10:00 a.m. (prevailing Eastern time)

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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re : Chapter 11
DELPHI CORPORATION, et al., : Case No. 05-44481 (RDD)
Debtors. : (Jointly Administered)
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PROPOSED THIRTY-SEVENTH OMNIBUS HEARING AGENDA

Location Of Hearing: United States Bankruptcy Court for the Southern District of New York,
Alexander Hamilton Custom House, Room 610, 6th Floor, One
Bowling Green, New York, New York 10004-1408

The matters set for hearing are divided into the following categories for the purposes of this Proposed Agenda:

- A. Introduction
 - B. Continued Or Adjourned Matters (None)
 - C. Uncontested, Agreed, Or Settled Matters (4 Matters)
 - D. Contested Matters (1 Matter)
 - E. Adversary Proceedings (None)
- B. Continued Or Adjourned Matters***
- C. Uncontested, Agreed, Or Settled Matters**
- 1. **"Moelis Retention"** - The Official Committee Of Unsecured Creditors' Application For Interim And Final Orders Under §§ 328 And 1103 Of The Bankruptcy Code And Bankruptcy Rule 2014 Approving Retention Of Moelis & Company LLC As Co-Investment Banker To The Committee *Nunc Pro Tunc* To July 1, 2008 (Docket No. 14126)
 - Responses filed:* None.
 - Reply filed:* None.
 - Related filings:* *Interim Order Under 11 U.S.C. §§ 328 And 1103 Authorizing Employment And Retention Of Moelis & Company LLC As Co-Investment Banker To The Official Committee Of Unsecured Creditors Nunc Pro Tunc To July 1, 2008 (Docket No. 14282)*

* Motions found at the following docket numbers that appeared on previous Proposed Hearing Agendas have been voluntarily withdrawn from the agenda and would need to be re-noticed under the Case Management Order to be reinstated on an agenda: Docket Nos. 213, 4689, 4778, 4912, 5229, 5153, 6723, 6690, and 12833 (KECP Emergence Incentive Program, Equity Security Holders' Ex Parte Motion To File Supplemental Objection To STN Motion Under Seal, Mercedes-Benz U.S. International, Inc.'s Motion to File Claims, Methode Electronics, Inc.'s Setoff Motion, Computer Patent Annuities Limited's Motion To Assume Or Reject Executory Contract, Motion Of Sumida America Inc. To Allow Setoff/Recoupment And For Relief From Automatic Stay, ATEL Leasing Corporation's Motion To Allow Administrative Claim, and Debtors' Omnibus Objection to Claims for Postpetition Interest , respectively). In addition, the following adversary proceedings have also been withdrawn from the agenda and would be subject to re-noticing to be reinstated on a hearing agenda: NYCH LLC d/b/a RCS Computer Experience Adv. Pro. No. 06-01902, Docket No. 1 (Complaint To Recover Property Of The Estate), L&W Engineering Adv. Pro. No. 06- 01136, Docket No. 22 (Motion For Summary Judgment), Aksys Ltd. Adv. Pro. No. 06-01677, Docket No. 2 (Summons And Notice), and National Union Fire Insurance Company Of Pittsburgh, PA Adv. Pro. No. 07-01435, which has been settled as part of the MDL settlement and will be resolved upon the Court's approval of the MDL settlement.

Status: The hearing with respect to this matter will be proceeding.

2. **"Thirty-First Omnibus Claims Objection"** - Debtors' Thirty-First Omnibus Objection Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 3007 To (a) Untimely Equity Claim, (b) Books And Records Claim That Is Subject To Prior Order, (c) Untimely Books And Records Claims, (d) Books And Records Tax Claim That Is Subject To Prior Order, (e) Untimely Claims, And (f) Modified Claims Asserting Reclamation That Are Subject To Prior Orders (Docket No. 14349)

Responses filed: None.

Reply filed: None.

Related filings: None.

Status: The hearing with respect to this matter will be proceeding.

3. **"Exhaust Business Sale Motion"** - Expedited Motion For Orders Under 11 U.S.C. §§ 363, 365, 1123, And 1146 And Fed. R. Bankr. P. 2002, 6004, 6006, And 9014 (a) (I) Approving Bidding Procedures, (II) Granting Certain Bid Protections, (III) Approving Form And Manner Of Sale Notices, And (IV) Setting Sale Hearing Date And (b) Authorizing And Approving (I) Sale Of Debtors' Assets Comprising Debtors' Exhaust Emissions Business Free And Clear Of Liens, Claims, And Encumbrances, (II) Assumption And Assignment Of Certain Executory Contracts And Unexpired Leases, And (III) Assumption Of Certain Liabilities (Docket No. 14443)

Responses filed: Reservation Of Rights Of The Official Committee Of Unsecured Creditors To The Debtors' Expedited Motion For Orders Authorizing And Approving The Sale Of Debtors' Assets Comprising Exhaust Emissions Business (Docket No. 14465)

Reply filed: None.

Related filings: None.

Status: The hearing with respect to this matter will be proceeding.

4. **"GM Arrangement Second Amendment Agreement Approval Motion"** - Expedited Motion For Order Authorizing Debtors To Enter Into (I) Second Amendment To Arrangement With General Motors Corporation Approved Pursuant To Second DIP Extension Order (Docket No. 13489) And (II)

Partial Temporary Accelerated Payment Agreement With General Motors Corporation (Docket No. 14409)

Responses filed: None.

Reply filed: None.

Related filings: None.

Status: The hearing with respect to this matter will be proceeding.

D. Contested Matters

5. **"Accommodation Motion"** - Expedited Motion For Order (I) Supplementing January 5, 2007 DIP Refinancing Order (Docket No. 6461) And Authorizing Debtors To Enter Into And Implement Accommodation Agreement With Agent And Participating Lenders And (II) Authorizing Debtors To (a) Enter Into Related Documents And (b) Pay Fees In Connection Therewith (Docket No. 14408)

Responses filed: Tranche C Collective's (I) Response To Debtors' Motion To Supplement DIP Financing Order And Approve Accommodation Agreement, (II) Cross-Motion Pursuant To 11 U.S.C. §§ 105(a), 361, 363(e), And 1107(a) For Entry Of Order Providing Adequate Protection In Exchange For Forbearance, And (III) Motion Pursuant To 11 U.S.C. § 105(d) For Chambers Conference (Docket No. 14459)

Objection By Greywolf Capital Management, LP To Debtors' Expedited Motion For Order (I) Supplementing January 5, 2007 DIP Refinancing Order (Docket No. 6461) And Authorizing Debtors To Enter Into And Implement Accommodation Agreement With Agent And Participating Lenders And (II) Authorizing Debtors To (a) Enter Into Related Documents And (b) Pay Fees In Connection Therewith (Docket No. 14460)

Response Of M.D. Sass Re/Enterprise Portfolio Company, L.P. To Debtors' Motion To Supplement DIP Financing Order And Approve Accommodation Agreement (Docket No. 14464)

Objection Of Calyon New York Branch To Debtors' Expedited Motion For Order (I) Supplementing January 5, 2007 DIP Refinancing Order And

Authorizing Debtors To Enter Into And Implement Accommodation Agreement With Agent And Participating Lenders And (II) Authorizing Debtors To (a) Enter Into Related Documents And (b) Pay Fees In Connection Therewith (Docket No. 14467)

Response And Limited Objection Of The Ad Hoc Group Of Tranche A & B DIP Lenders (I) To Debtors' Motion To Supplement DIP Financing Order And Approve Accommodation Agreement And (II) Request Of Tranche A & B DIP Lenders For Adequate Protection (Docket No. 14472)

Reply filed: *An omnibus reply will be filed.*

Related filings: *Notice Of Filing Of Accommodation Agreement Modifications (Exhibit B To Original Docket No. 14408) (Docket No. 14456)*

Status: The hearing with respect to this matter will be proceeding.

E. Adversary Proceedings (None)

Dated: New York, New York
November 21, 2008

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